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APPLICATION

Honorable Philip N. Asprodites
Commissioner of Conservation
P.O. Box 94275
Baton Rouge, LA 70804-9275

RE: Camerina 1 Sand, Reservoir B
South Bell City Field
Calcasieu Parish, Louisiana

Application is hereby made on behalf of **CLAYTON WILLIAMS ENERGY, INC.** for the calling of a public hearing, after legal notice, to consider evidence relative to the issuance of Orders pertaining to the following matters related to the Camerina 1 Sand, Reservoir B, in the South Bell City Field, Calcasieu Parish, Louisiana, to-wit:

1. To establish rules and regulations and create a single drilling and production unit for the exploration for and production of gas and condensate, such unit to be designated the CAM 1 RB SUA;
2. To force pool and integrate all separately owned tracts, mineral leases and other property interests within the proposed unit, with each tract sharing in unit production on a surface acreage basis of participation;
3. To designate the Clayton Williams Energy - Theriot No. 1 Well as the unit well for the proposed unit;

4. To designate Clayton Williams Energy, Inc. as the unit operator for the proposed unit;
5. To provide that any future wells drilled to the Camerina 1 Sand, Reservoir B, should be located in accordance with the spacing provisions of Statewide Order No. 29-E;
6. To provide that the Commissioner of Conservation should be authorized to reclassify the Camerina 1 Sand, Reservoir B, by supplemental order without the necessity of a public hearing if the producing characteristics of the reservoir change and evidence to justify such reclassification is submitted to and accepted by the Commissioner of Conservation; and
7. To consider such other matters as may be appropriate and justified by the evidence presented at the hearing.

The Camerina 1 Sand, Reservoir B, in the South Bell City Field is hereby defined as that gas and condensate bearing sand encountered between the depths of 11,497 feet and 11,555 feet, electrical log measurements, (-10,885' to -10,917' ss) in the Clayton Williams Energy, Inc. - Theriot No. 1 Well, located in Section 15, Township 11 South, Range 6 West, Calcasieu Parish, Louisiana.

A conference to discuss the proposed application and any opposition thereto was held at 10:30 a.m., on Monday, March 5, 2001, at The Petroleum Club of Lafayette, 111 Heymann Blvd., Lafayette, Louisiana, (337) 232-2582. A list of the parties who attended the pre-application conference is attached. Randall C. Songy, attorney for the applicant, opened the conference with a brief discussion of the Rules of Procedure. William H. Robbins, geological consultant for the applicant, explained the applicant's proposal and the geological, engineering and other bases therefor, and answered questions. There was one counter plan presented by David Sturlese, representing the Theriot family. The conference was then adjourned.

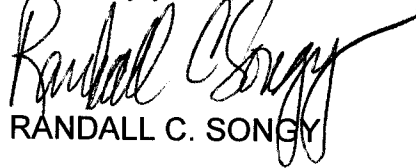
Subsequent to the conference, the applicant considered the issues raised by the counterplan, and has slightly revised its proposal. The revised proposal is reflected on the attached plat. The applicant will hold a conference to discuss this revised proposal IF A REQUEST FOR A CONFERENCE IS RECEIVED WITHIN TEN (10) DAYS FROM THE DATE HEREOF.

Pertinent data relating to the proposed application can be obtained, AT THE COST OF THE REQUESTING PARTY, by contacting W. H. Robbins & Associates, 140 Rue Beauregard, Lafayette, Louisiana (337) 232-5004.

There is attached hereto and made a part hereof a plat outlining the proposed unit and a list of the names and addresses of the interested parties to whom this unitization proposal is being sent. Pursuant to the Revised Rules of Procedure, such list of parties is being furnished ONLY to the Commissioner of Conservation and to the District Manager of the Lafayette District of the Office of Conservation. However, the list of parties will be provided to any party requesting a copy of it. A reasonable effort was made to ascertain the names and addresses of all Interested Owners, Represented Parties and Interested Parties.

Finally, enclosed herein is our check in the amount of \$700.00 made payable to the Office of Conservation in payment of the required hearing application fee.

Very truly yours,



RANDALL C. SONGY

RCS/dde/bad

Enclosures

cc: Mr. Richard Hudson, District Manager
Office of Conservation

All Interested Owners, Interested Parties
and Represented Parties

P.S. To all Interested Owners, Represented Parties and Interested Parties:

You may have received this Pre-Application Notice even though your property is not included in the proposed unit, because the Revised Rules of Procedure require us to attempt to also notify everyone owning an interest in the area "proximate to" the proposed units. In some cases, the area proximate to proposed units can extend as far as one-half mile outside the unit boundary.

Your receipt of this Pre-Application Notice does not require you to take any action. It is meant to notify you of these proceedings so that you have the opportunity to participate if you so desire.

